

RECORDATION NO.

17038-K  
FILED

NOV 17 '99

11-00 AM

**BILL OF SALE AND PARTIAL RELEASE**

Wilmington Trust Company, not in its individual capacity, but solely as Trustee under 'GATC Trust 90-1 (the "Lessor") under an Equipment Lease Agreement (GATC Trust 90-1) dated as of September 28, 1990 (the "Lease") between the Lessor and General American Transportation Corporation (the "Lessee"), does hereby grant, bargain, sell, transfer, convey, assign and release to the Lessee and its successors and assigns all right, title and interest of the Lessor, in and to the railcar designated as GATX 053956, (the "Unit") "as is", "where is", without recourse or warranty other than a warranty against Lessor's Liens as defined in Appendix A to the Lease, and does hereby acknowledge that the lease term under the Lease with respect to the Unit and the obligation of the Lessee to pay rent for such Unit under the Lease has terminated. The Lease was recorded with the Interstate Commerce Commission on September 28, 1990 and received recordation number 17038.

Harris Trust and Savings Bank, as trustee (the "Security Trustee") under a Security Agreement - Trust Deed (GATC Trust 90-1) dated as of September 28, 1990 (the "Security Agreement") between the Lessor and the Security Trustee, hereby terminates, releases and discharges its security interest in the Unit under the Security Agreement and hereby acknowledges that the Unit is no longer subject to the Lease. The Security Agreement was recorded with the Interstate Commerce Commission on September 28, 1990 and received recordation number 17038-A.

Dated: February 24, 1999

Wilmington Trust Company, not in its individual capacity, but solely as Owner Trustee

By: \_\_\_\_\_

Title: Financial Services Officer

Harris Trust and Savings Bank, as  
Security Trustee:

By: \_\_\_\_\_

Title: \_\_\_\_\_

## **BILL OF SALE AND PARTIAL RELEASE**

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Harris Trust and Savings Bank, as trustee (the "Security Trustee") under a Security Agreement - Trust Deed (GATC Trust 90-1) dated as of September 28, 1990 (the "Security Agreement") between the Lessor and the Security Trustee, hereby terminates, releases and discharges its security interest in the Unit under the Security Agreement and hereby acknowledges that the Unit is no longer subject to the Lease. The Security Agreement was recorded with the Interstate Commerce Commission on September 28, 1990 and received recordation number 17038-A.

Dated: February 24, 1999

Wilmington Trust Company, not in its  
individual capacity, but solely as Owner Trustee

By: \_\_\_\_\_  
Title: \_\_\_\_\_

Harris Trust and Savings Bank, as  
Security Trustee:

By:  \_\_\_\_\_  
Title: VICE PRESIDENT

State of Illinois                    )  
  ) SS:  
County of Cook                    )

On the \_\_\_\_\_ day of \_\_\_\_\_, 1999, before me personally appeared \_\_\_\_\_, to me known, who being by me duly sworn, says that (s)he is a \_\_\_\_\_ of the Harris Trust and Savings Bank, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

\_\_\_\_\_  
Notary Public

[Notarial Seal]  
My commission expires:

State of Delaware                )  
  ) SS:  
County of New Castle)


On the 19<sup>th</sup> day of October, 1999, before me personally appeared CHARLOTTE PAGLIA, to me known, who being by me duly sworn, says that (s)he is a Financial Services Officer of Wilmington Trust Company, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Karen S. Newson  
Notary Public

[Notarial Seal]                   KAREN STANETTE NEWSON  
My commission expires: NOTARY PUBLIC-DELAWARE  
My Commission Expires June 28, 2001

State of Illinois )  
 ) SS:  
County of Cook )

On the 5th day of March, 1999, before me personally appeared J. BARTOLINI, to me known, who being by me duly sworn, says that (s)he is a VICE PRESIDENT of the Harris Trust and Savings Bank, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

  
Notary Public  
"OFFICIAL SEAL"  
JACQUELINE L. MASON  
Notary Public, State of Illinois  
My Commission Expires 1/9/03  
[Notarial Seal]  
My commission expires: 1-9-03

State of Delaware )  
 ) SS:  
County of New Castle)

On the \_\_\_\_\_ day of \_\_\_\_\_, 1999, before me personally appeared \_\_\_\_\_, to me known, who being by me duly sworn, says that (s)he is a \_\_\_\_\_ of Wilmington Trust Company, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

\_\_\_\_\_  
Notary Public

[Notarial Seal]  
My commission expires: